

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 24, 2021

CURTISS-WRIGHT CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other
Jurisdiction of
Incorporation)

001-00134

13-0612970

(Commission File
Number)

(IRS Employer
Identification No.)

130 Harbour Place Drive, Suite 300
Davidson, NC
(Address of Principal Executive Offices)

28036
(Zip Code)

Registrant's telephone number, including area code: (704) 869-4600

Not applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	CW	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

SECTION 2 – FINANCIAL INFORMATION

ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On Wednesday, February 24, 2021, the Company issued a press release announcing financial results for the fourth quarter ended December 31, 2020. A conference call and webcast presentation will be held on Thursday, February 25, 2021 at 10:00 am ET for management to discuss the Company's fourth quarter and full-year 2020 performance as well as expectations for 2021 financial performance. David C. Adams, Executive Chairman, Lynn M. Bamford, President and Chief Executive Officer, and K. Christopher Farkas, Vice President and Chief Financial Officer, will host the call. A copy of the press release and the webcast slide presentation are attached hereto as Exhibits 99.1 and 99.2.

The financial press release, access to the webcast, and the accompanying financial presentation will be posted on Curtiss-Wright's website at www.curtisswright.com. In addition, the Listen-Only dial-in number for domestic callers is (844) 220-4970, while international callers can dial (262) 558-6349. For those unable to participate live, a webcast replay will be available for 90 days on the Company's website beginning one hour after the call takes place. A conference call replay will also be available for seven days.

Conference Call Replay:
Domestic (855) 859-2056
International (404) 537-3406
Passcode 6585187

The information contained in this Current Report, including Exhibits 99.1 and 99.2, are being furnished and shall not be deemed to be "*filed*" for the purposes of Section 18 of the Securities and Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this report shall not be incorporated by reference into any filing of the registrant with the SEC, whether made before or after the date hereof, regardless of any general incorporation language in such filings.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 24, 2021, the Corporation (NYSE: CW) (the "Company") announced the appointment of Mr. Kevin Rayment to the office of Vice President and Chief Operating Officer of the Company, effective April 1, 2021. Mr. Rayment will replace Mr. Tom Quinly who will retire on April 1, 2021. Mr. Rayment will report directly to Ms. Lynn Bamford, the Company's President and Chief Executive Officer.

Prior to his new position, Mr. Rayment served as acting Chief Operating Officer of the Company from January 2021. Prior to that, he served as President of the Company's Commercial/Industrial Segment from January 2020, and served as Vice President and General Manager of the Company's Industrial division from 2013. Mr. Rayment has held various leadership positions in the Company since 2004.

Mr. Rayment holds a BEng (Hons) Electrical & Electronics Engineering Degree from Portsmouth University and a Master of Business Administration Degree from Bournemouth University.

There is no family relationship between Mr. Rayment and any other executive officer or director of the Company, and there is no arrangement or understanding under which he was appointed. There are no transactions, or a series of similar transactions, or any currently proposed transactions, or a series of similar transactions, to which the Company was or is to be a party, in which the amount exceeds \$120,000, and in which Mr. Rayment had, or will have a direct or indirect material interest. There have been no changes to any of Mr. Rayment's previously announced material plans, contracts or arrangements as a result of this appointment.

A copy of the press release announcing Mr. Rayment's appointment is attached as Exhibit 99.3 hereto.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

99.1 Press Release dated February 24, 2021

99.2 Presentation shown during investor and securities analyst webcast on February 25, 2021

99.3 Press Release announcing Mr. Rayment's appointment to Vice President and Chief Operating Officer dated February 24, 2021.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CURTISS-WRIGHT CORPORATION

By: /s/ K. Christopher Farkas
K. Christopher Farkas
Vice-President and
Chief Financial Officer

Date: February 24, 2021

EXHIBIT INDEX

Exhibit
Number

Description

99.1	Press Release dated February 24, 2021
99.2	Presentation shown during investor and securities analyst webcast on February 25, 2021
99.3	Press Release announcing Mr. Rayment's appointment to Vice President and Chief Operating Officer dated February 24, 2021

Curtiss-Wright Reports Fourth Quarter and Full-Year 2020 Financial Results; Issues Initial Full-Year 2021 Guidance

Q4 Results Reflect Strong Defense Market Sales Growth and Benefits of Restructuring Savings; Company Achieves Record Q4 and FY20 Adjusted Free Cash Flow

Introduces New Segment and End Market Structure Effective Q1 2021

DAVIDSON, N.C.--(BUSINESS WIRE)--February 24, 2021--Curtiss-Wright Corporation (NYSE: CW) reports financial results for the fourth quarter and full-year ended December 31, 2020.

Fourth Quarter 2020 Highlights:

- Reported diluted earnings per share (EPS) of \$1.30; Adjusted diluted EPS of \$2.39, up 12%;
- Reported record free cash flow (FCF) of \$246 million, with record Adjusted FCF of \$256 million, up 3%;
- Net sales of \$668 million, up 2%, led by strong 15% organic growth in defense markets;
- Reported operating income of \$76 million, with Reported operating margin of 11.4%, including a \$33 million non-cash impairment of a German valves business classified as held for sale;
- Adjusted operating income of \$133 million, up 8%;
- Adjusted operating margin of 19.8%, up 100 basis points compared to the prior year, principally reflecting the benefits of cost containment and restructuring initiatives; and
- Share repurchases of approximately \$62 million.

Full-Year 2020 Highlights:

- Reported diluted EPS of \$4.80, with Adjusted diluted EPS of \$6.87;
- Reported FCF of \$214 million, with record Adjusted FCF of \$394 million, up 6%, and an Adjusted free cash flow conversion of 137%;
- Net sales of \$2.4 billion, down 4%, with defense market sales up 17% (up 10% organic);
- Reported operating income of \$289 million, with Reported operating margin of 12.1%;
- Adjusted operating income of \$391 million, down 5%;
- Adjusted operating margin of 16.3%, down 20 basis points compared to the prior year, as strength in our defense markets and the benefits of our cost containment and restructuring initiatives partially offset reduced commercial markets sales; and
- Total share repurchases of \$200 million.

“As we reflect on Curtiss-Wright’s performance in 2020, I am proud of the team and their agility, resilience and focus to achieve exceptional results in a very challenging year,” said Lynn M. Bamford, President and CEO of Curtiss-Wright Corporation.

“We concluded 2020 by delivering solid fourth quarter results, driven by sequentially higher sales across all of our major end markets. During the quarter, we benefited from the acceleration of growth in our defense markets, the contribution from our recent PacStar acquisition and improving trends in our commercial markets. In addition, our strong financial performance reflects the savings generated by our restructuring actions and the benefit of our opportunistic share repurchase activity.

“Turning to our full-year 2020 results, we delivered strong full-year Adjusted operating margin, just shy of the prior year’s performance. We remain committed to achieving our 17% target in 2022. Further, we achieved record Adjusted free cash flow and leveraged our strong and healthy balance sheet to implement our balanced capital allocation strategy by completing our largest acquisition to date of \$400 million, executing \$200 million in share repurchases and maintaining a stable dividend.

“Looking ahead to 2021, we are projecting mid-to-high single digit growth in sales, Adjusted operating income and Adjusted diluted EPS. We are confident that our team can maintain its high level of performance and execution to keep us on a path to achieve our long-term targets. Additionally, today we are announcing new segment and end market structures to better align our business to our key strategies and industry drivers, while also helping to simplify our portfolio for investors. This is the first step, ahead of our planned May 2021 investor day, in communicating our new vision and strategy which will drive long-term profitable growth and deliver significant value for our shareholders.”

Fourth Quarter 2020 Operating Results

<i>(In millions)</i>	Q4-2020	Q4-2019	Change
Sales	\$ 668.4	\$ 655.8	2%
Reported operating income	\$ 76.5	\$ 120.7	(37%)
Adjustments ⁽¹⁾	<u>56.4</u>	<u>2.5</u>	
Adjusted operating income ⁽¹⁾	\$ 132.8	\$ 123.2	8%
Adjusted operating margin ⁽¹⁾	19.8%	18.8%	100 bps

(1) Fourth quarter 2020 Adjusted results exclude \$33 million related to an impairment of a German valves business within the Commercial/Industrial segment classified as held for sale, \$12 million in restructuring costs and \$11 million in one-time inventory step-up, backlog amortization and transaction costs for acquisitions. Amounts may not add due to rounding.

- Sales of \$668 million, up \$13 million, or 2%, reflect sequentially higher sales across all of our major end markets;
- Sales to the defense markets increased 27%, 15% of which was organic, led by strong growth in aerospace and naval defense, as well as the contribution of the PacStar acquisition in ground defense. Commercial sales decreased 18%, due to reduced demand in the commercial aerospace, general industrial and power generation markets. Please refer to the accompanying tables for an overall breakdown of sales by end market;
- Adjusted operating income was \$133 million, up 8%, reflecting higher revenues in the Defense and Power segments, partially offset by reduced operating income on lower sales in the Commercial/Industrial segment;
- Adjusted operating margin increased 100 basis points to 19.8%, reflecting the benefits of our company-wide restructuring and cost containment actions, most notably in the Commercial/Industrial segment; and
- Non-segment expenses of \$10 million increased by \$2 million compared to the prior year, primarily due to higher corporate costs.

Free Cash Flow

<i>(In millions)</i>	Q4-2020	Q4-2019	Change
Net cash provided by operating activities	\$ 257.4	\$ 262.4	(2%)
Capital expenditures	(11.2)	(19.8)	44%
Reported free cash flow	\$ 246.2	\$ 242.6	2%
Adjustment to capital expenditures (DRG facility investment) ⁽¹⁾	0.1	5.3	-
Restructuring ⁽¹⁾	9.6	-	-
Adjusted free cash flow ⁽¹⁾	\$ 256.0	\$ 247.9	3%

(1) Adjusted free cash flow excludes a capital investment related to the new, state-of-the-art naval facility principally for DRG which impacted both periods, and the cash impact from restructuring in the current period. Amounts may not add due to rounding.

- Reported free cash flow was \$246 million, an increase of \$4 million compared to the prior year, as lower cash earnings were offset by improvements in working capital and reductions in capital expenditures;
- Capital expenditures decreased \$9 million to \$11 million compared to the prior year, primarily due to lower capital investments within the Power segment; and
- Adjusted free cash flow was \$256 million in the fourth quarter, producing a free cash flow conversion rate of 259%.

New Orders and Backlog

- New orders of \$573 million decreased 2% compared with the prior year period, as solid demand for defense electronics and the contribution from our PacStar acquisition were more than offset by reduced commercial aerospace orders; and
- Backlog of \$2.2 billion was unchanged from December 31, 2019, as growth in our defense markets of 12% was offset by lower commercial market demand principally driven by the pandemic.

Share Repurchase and Dividends

- During the fourth quarter, the Company repurchased 613,953 shares of its common stock for approximately \$62 million, or an average of \$101.32 per share;
- Year-to-date, the Company repurchased 1.98 million shares for \$200 million, or an average of \$100.82 per share, which included \$150 million repurchased opportunistically; and
- The Company also declared a quarterly dividend of \$0.17 a share, unchanged from the previous quarter.

Other Items – Business Held for Sale

- During the fourth quarter, the Company classified its German valves business within its Commercial/Industrial segment as held for sale and its results have been adjusted from comparisons between our future financial guidance and prior year results.

Fourth Quarter 2020 Segment Performance**Commercial/Industrial**

<i>(In millions)</i>	Q4-2020	Q4-2019	Change
Sales	\$ 249.2	\$ 296.1	(16%)
Reported operating income	\$ 7.4	\$ 49.4	(85%)
Adjustments (1)	40.0	-	
Adjusted operating income (1)	\$ 47.3	\$ 49.4	(4%)
Adjusted operating margin (1)	19.0%	16.7%	230 bps

(1) Adjusted results exclude an impairment of a valves business classified as held for sale, restructuring costs and one-time backlog amortization and transaction costs for acquisitions. Amounts may not add due to rounding.

- Sales of \$249 million decreased \$47 million, or 16%, but improved sequentially across our major commercial and industrial end markets compared with third quarter 2020 results;
 - Commercial aerospace market revenues were driven by reduced OEM sales of actuation and sensors equipment, as well as surface treatment services, as expected due to customer-driven production slowdowns;
 - General industrial market revenue declines principally reflect reduced year-over-year sales for industrial valves;
 - Reported operating income was \$7 million, with Reported operating margin of 3.0%; and
 - Adjusted operating income was \$47 million, down 4% from the prior year, while Adjusted operating margin increased 230 basis points to 19.0%, principally driven by the benefits of our cost containment and restructuring initiatives.
-

Defense

<i>(In millions)</i>	Q4-2020	Q4-2019	Change
Sales	\$ 217.5	\$ 173.3	26%
Reported operating income	\$ 42.3	\$ 43.7	(3%)
Adjustments (1)	<u>10.6</u>	<u>0.5</u>	
Adjusted operating income (1)	\$ 52.9	\$ 44.2	20%
Adjusted operating margin (1)	24.2%	25.5%	(130 bps)

(1) Adjusted results exclude restructuring costs and one-time backlog amortization and transaction costs for acquisitions.

- Sales of \$217 million, up \$44 million, or 26%;
 - Higher aerospace defense market revenues were driven by increased sales of embedded computing and flight test instrumentation equipment on various fighter jet programs, partially offset by the timing of orders on Unmanned Aerial Vehicle (UAV) platforms;
 - Higher ground defense market revenues principally reflect the contribution from the PacStar acquisition;
 - Strong naval defense market revenue growth reflected the timing of production and acceleration of valve revenues on submarine and aircraft carrier programs, as well as the contribution from the 901D acquisition;
 - Reported operating income was \$42 million, with Reported operating margin of 19.4%; and
 - Adjusted operating income was \$53 million, up 20% from the prior year, while Adjusted operating margin decreased 130 basis points to 24.2%, as the benefits of our cost containment and restructuring initiatives were more than offset by higher research and development costs.
-

Power

<i>(In millions)</i>	Q4-2020	Q4-2019	Change
Sales	\$ 201.8	\$ 186.4	8%
Reported operating income	\$ 36.8	\$ 36.0	2%
Adjustments (1)	<u>5.8</u>	<u>2.0</u>	
Adjusted operating income (1)	\$ 42.6	\$ 38.0	12%
Adjusted operating margin (1)	21.1%	20.4%	70 bps

(1) Adjusted results exclude restructuring costs and one-time transition and IT security costs associated with the relocation of our DRG business.

- Sales of \$202 million, up \$15 million, or 8%;
 - Strong naval defense market revenue growth reflected higher production revenues on Virginia and Columbia class submarines, CVN-80 and CVN-81 aircraft carriers and higher service center sales;
 - Reduced power generation market sales principally reflect lower domestic and international aftermarket revenues, as well as lower revenues on the CAP1000 program;
 - Reported operating income was \$37 million, with Reported operating margin of 18.2%; and
 - Adjusted operating income was \$43 million, up 12%, while Adjusted operating margin increased 70 basis points to 21.1%, driven by improved overhead absorption on higher naval defense sales and the benefits of our cost containment and restructuring initiatives.
-

Full-Year 2021 Guidance

The Company's full-year 2021 Adjusted financial guidance is as follows:

<i>(In millions, except EPS)</i>	2021 Reported (GAAP) Guidance	2021 Adjustments (1)	2021 Adjusted (Non-GAAP) Guidance	2021 Adjusted Chg vs 2020 Restated
Total Sales	\$2,490 - \$2,540	(\$45)	\$2,445 - \$2,495	Up 6% - 8%
Operating Income	\$402 - \$412	\$2	\$404 - \$414	Up 7% - 10%
Operating Margin	16.1% - 16.2%	40 bps	16.5% - 16.6%	Up 20 - 30 bps
Diluted EPS	\$6.90 - \$7.10	\$0.10	\$7.00 - \$7.20	Up 6% - 9%
Diluted Shares Outstanding	41.4	-	41.4	
Free Cash Flow	\$330 - \$360	-	\$330 - \$360	

(1) 2021 Adjusted financial guidance used in comparisons to 2020 financial results excludes one-time backlog amortization and deferred revenue adjustments associated with the acquisition of PacStar, as well as our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited and our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

New Segment Structure and Realignment:

Beginning in the first quarter of 2021, the Corporation is realigning its segments, as follows:

- The Company will now operate under the following three segments: Aerospace & Industrial, Defense Electronics, and Naval & Power;
- The Aerospace & Industrial segment will be comprised of actuation and sensors products and surface treatment services serving the defense and commercial aerospace markets, as well as electronic components and systems, industrial automation and surface treatment services serving the general industrial market;
- The Defense Electronics segment will be comprised primarily of the electronics businesses serving the aerospace and defense markets;
- The Naval & Power segment will be comprised of major naval propulsion equipment serving the naval defense market, as well as process and energy solutions serving both the nuclear and process markets; and
- In addition, the Company is concentrating all of its valves related operations – which presently reside within the current Commercial/Industrial and Defense segments – solely into the new Naval & Power segment.

New End Market Structure and Realignment:

- The Company's new end market structure will consist of two primary markets, (1) Aerospace & Defense and (2) Commercial;
- Aerospace & Defense markets will now represent approximately two-thirds of total 2021 estimated revenue, and will include all current Defense market revenues (aerospace, ground, naval) and all Commercial Aerospace market revenues;
- Commercial markets will now represent approximately one-third of total 2021 estimated revenue and will be comprised of two major end markets: Power & Process and General Industrial;
- The new Power & Process end market will be comprised of 1) Nuclear and 2) Process, while the new General Industrial end market will now be comprised of 1) Industrial Vehicles and 2) Industrial Automation and Services;
- In addition, our new Power & Process market revenues will be concentrated within the new Naval & Power segment, and the new General Industrial market revenues will be concentrated within the new Aerospace & Industrial segment; and
- Historical financial results in the new segment structure for 2020 and 2019 periods can be found in this release and available in the Investor Relations section of our website.

A more detailed breakdown of the Company's 2021 financial guidance by segment and by market, as well as all reconciliations of Reported GAAP amounts to Adjusted non-GAAP amounts can be found in the accompanying schedules.

Conference Call & Webcast Information

The Company will host a conference call to discuss fourth quarter and full-year 2020 financial results and expectations for 2021 guidance at 10:00 a.m. ET on Thursday, February 25, 2021. A live webcast of the call and the accompanying financial presentation, as well as a replay of the call, will be made available on the internet by visiting the Investor Relations section of the Company's website at www.curtisswright.com.

(Tables to Follow)

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS (UNAUDITED)

(\$'s in thousands, except per share data)

	Three Months Ended				Year Ended			
	December 31,		Change		December 31,		Change	
	2020	2019	\$	%	2020	2019	\$	%
Product sales	\$ 583,314	\$ 552,918	\$ 30,396	5%	\$ 2,041,086	\$ 2,073,530	\$ (32,444)	(2)%
Service sales	85,130	102,853	(17,723)	(17)%	350,250	414,431	(64,181)	(15)%
Total net sales	<u>668,444</u>	<u>655,771</u>	<u>12,673</u>	<u>2%</u>	<u>2,391,336</u>	<u>2,487,961</u>	<u>(96,625)</u>	<u>(4)%</u>
Cost of product sales	373,676	343,286	30,390	9%	1,319,562	1,329,761	(10,199)	(1)%
Cost of service sales	52,967	66,733	(13,766)	(21)%	230,547	259,455	(28,908)	(11)%
Total cost of sales	<u>426,643</u>	<u>410,019</u>	<u>16,624</u>	<u>4%</u>	<u>1,550,109</u>	<u>1,589,216</u>	<u>(39,107)</u>	<u>(2)%</u>
Gross profit	241,801	245,752	(3,951)	(2)%	841,227	898,745	(57,518)	(6)%
Research and development expenses	20,653	18,017	2,636	15%	74,816	72,520	2,296	3%
Selling expenses	27,887	30,558	(2,671)	(9)%	109,537	120,861	(11,324)	(9)%
General and administrative expenses	72,773	76,523	(3,750)	(5)%	303,288	301,411	1,877	1%
Impairment of assets held for sale	33,043	—	33,043	NM	33,043	—	33,043	NM
Restructuring expenses	10,965	—	10,965	NM	31,695	—	31,695	NM
Operating income	76,480	120,654	(44,174)	(37)%	288,848	403,953	(115,105)	(28)%
Interest expense	10,486	8,164	2,322	28%	35,545	31,347	4,198	13%
Other income, net	2,904	6,152	(3,248)	(53)%	9,748	23,856	(14,108)	(59)%
Earnings before income taxes	68,898	118,642	(49,744)	(42)%	263,051	396,462	(133,411)	(34)%
Provision for income taxes	(14,905)	(29,234)	14,329	(49)%	(61,659)	(88,879)	27,220	(31)%
Net earnings	<u>\$ 53,993</u>	<u>\$ 89,408</u>	<u>\$ (35,415)</u>	<u>(40)%</u>	<u>\$ 201,392</u>	<u>\$ 307,583</u>	<u>\$ (106,191)</u>	<u>(35)%</u>
Net earnings per share:								
Basic earnings per share	\$ 1.31	\$ 2.09			\$ 4.83	\$ 7.20		
Diluted earnings per share	\$ 1.30	\$ 2.08			\$ 4.80	\$ 7.15		
Dividends per share	\$ 0.17	\$ 0.17			\$ 0.68	\$ 0.66		
Weighted average shares outstanding:								
Basic	41,209	42,687			41,738	42,739		
Diluted	41,460	42,986			41,999	43,016		

NM = Not Meaningful

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (UNAUDITED)
(S's in thousands, except par value)

	December 31, 2020	December 31, 2019	Change %
Assets			
Current assets:			
Cash and cash equivalents	\$ 198,248	\$ 391,033	(49)%
Receivables, net	588,718	632,194	(7)%
Inventories, net	428,879	424,835	1%
Assets held for sale	27,584	—	NM
Other current assets	57,395	81,729	(30)%
Total current assets	<u>1,300,824</u>	<u>1,529,791</u>	(15)%
Property, plant, and equipment, net	378,200	385,593	(2)%
Goodwill	1,455,137	1,166,680	25%
Other intangible assets, net	609,630	479,907	27%
Operating lease right-of-use assets, net	150,898	165,490	(9)%
Prepaid pension asset	92,531	—	NM
Other assets	34,114	36,800	(7)%
Total assets	<u>\$ 4,021,334</u>	<u>\$ 3,764,261</u>	7%
Liabilities			
Current liabilities:			
Current portion of long-term and short term debt	\$ 100,000	\$ —	NM
Accounts payable	201,237	222,000	(9)%
Accrued expenses	140,200	164,744	(15)%
Income taxes payable	6,633	7,670	(14)%
Deferred revenue	253,411	276,115	(8)%
Liabilities held for sale	10,141	—	NM
Other current liabilities	98,755	74,202	33%
Total current liabilities	<u>810,377</u>	<u>744,731</u>	9%
Long-term debt, net	958,292	760,639	26%
Deferred tax liabilities	115,007	80,159	43%
Accrued pension and other postretirement benefit costs	98,345	138,635	(29)%
Long-term operating lease liability	133,069	145,124	(8)%
Long-term portion of environmental reserves	15,422	15,026	3%
Other liabilities	103,248	105,575	(2)%
Total liabilities	<u>2,233,760</u>	<u>1,989,889</u>	12%
Stockholders' equity			
Common stock, \$1 par value	\$ 49,187	\$ 49,187	0%
Additional paid in capital	122,535	116,070	6%
Retained earnings	2,670,328	2,497,111	7%
Accumulated other comprehensive loss	(310,856)	(325,274)	(4)%
Less: cost of treasury stock	(743,620)	(562,722)	32%
Total stockholders' equity	<u>1,787,574</u>	<u>1,774,372</u>	1%
Total liabilities and stockholders' equity	<u>\$ 4,021,334</u>	<u>\$ 3,764,261</u>	7%

NM = Not Meaningful

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
SEGMENT INFORMATION (UNAUDITED)
(\$'s in thousands)

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change %	2020	2019	Change %
Sales:						
Commercial/Industrial	\$ 249,219	\$ 296,093	(16)%	\$ 949,762	\$ 1,137,818	(17)%
Defense	217,469	173,252	26%	733,856	625,940	17%
Power	201,756	186,426	8%	707,718	724,203	(2)%
Total sales	\$ 668,444	\$ 655,771	2%	\$ 2,391,336	\$ 2,487,961	(4)%
Operating income (expense):						
Commercial/Industrial	\$ 7,390	\$ 49,415	(85)%	\$ 81,581	\$ 179,637	(55)%
Defense	42,280	43,706	(3)%	140,406	137,286	2%
Power	36,783	35,999	2%	104,626	122,139	(14)%
Total segments	\$ 86,453	\$ 129,120	(33)%	\$ 326,613	\$ 439,062	(26)%
Corporate and other	(9,973)	(8,466)	(18)%	(37,765)	(35,109)	(8)%
Total operating income	\$ 76,480	\$ 120,654	(37)%	\$ 288,848	\$ 403,953	(28)%
Operating margins:						
Commercial/Industrial	3.0%	16.7%	(1,370 bps)	8.6%	15.8%	(720 bps)
Defense	19.4%	25.2%	(580 bps)	19.1%	21.9%	(280 bps)
Power	18.2%	19.3%	(110 bps)	14.8%	16.9%	(210 bps)
Total Curtiss-Wright	11.4%	4.9%	650 bps	12.1%	16.2%	(410 bps)
Segment margins	12.9%	19.7%	(680 bps)	13.7%	17.6%	(390 bps)

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
SALES BY END MARKET (UNAUDITED)
(\$'s in thousands)

	Three Months Ended December 31,			Year Ended December 31,		
	2020	2019	Change %	2020	2019	Change %
Defense markets:						
Aerospace	\$ 130,715	\$ 122,886	6%	\$ 463,835	\$ 416,841	11%
Ground	44,082	24,049	83%	107,287	93,432	15%
Naval	196,011	144,405	36%	692,168	568,776	22%
Total Defense	\$ 370,808	\$ 291,340	27%	\$ 1,263,290	\$ 1,079,049	17%
Commercial markets:						
Aerospace	\$ 82,810	\$ 112,801	(27)%	\$ 325,518	\$ 433,038	(25)%
Power Generation	90,924	113,979	(20)%	331,983	392,173	(15)%
General Industrial	123,902	137,651	(10)%	470,545	583,701	(19)%
Total Commercial	\$ 297,636	\$ 364,431	(18)%	\$ 1,128,046	\$ 1,408,912	(20)%
Total Curtiss-Wright	\$ 668,444	\$ 655,771	2%	\$ 2,391,336	\$ 2,487,961	(4)%

Use of Non-GAAP Financial Information (Unaudited)

The Corporation supplements its financial information determined under U.S. generally accepted accounting principles (GAAP) with certain non-GAAP financial information. Curtiss-Wright believes that these non-GAAP measures provide investors with additional insight into the Company's ongoing business performance. These non-GAAP measures should not be considered in isolation or as a substitute for the related GAAP measures, and other companies may define such measures differently. Curtiss-Wright encourages investors to review its financial statements and publicly-filed reports in their entirety and not to rely on any single financial measure.

The Company's presentation of its financials and guidance includes an Adjusted (non-GAAP) view that excludes an impairment of a German valves business classified as held for sale, significant restructuring costs in 2020 associated with its operations, including one-time actions taken in response to COVID-19, a non-cash impairment of capitalized development costs related to a commercial aerospace program, first year purchase accounting costs associated with its acquisitions, as well as one-time transition and IT security costs, and capital investments, specifically associated with the relocation of the DRG business in the Power segment. Transition costs include relocation of employees and equipment as well as overlapping facility and labor costs associated with the relocation. We believe this Adjusted view will provide improved transparency in order to better measure Curtiss-Wright's ongoing operating and financial performance and better comparisons of our key financial metrics to our peers. Reconciliations of "Reported" GAAP amounts to "Adjusted" non-GAAP amounts are furnished within this release.

The following definitions are provided:

Adjusted Operating Income, Operating Margin, Net Earnings and Diluted EPS

These Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Earnings and Diluted Earnings per Share (EPS) under GAAP excluding: (i) the impact of first year purchase accounting costs associated with acquisitions for current and prior year periods, specifically one-time inventory step-up, backlog amortization and transaction costs; (ii) one-time transition and IT security costs associated with the relocation of a business in the current year period; (iii) the non-cash impairment of capitalized development costs related to a commercial aerospace program; and (iv) significant restructuring costs in 2020 associated with its operations, and (v) an impairment of a German valves business classified as held for sale.

Organic Sales and Organic Operating Income

The Corporation discloses organic sales and organic operating income because the Corporation believes it provides investors with insight as to the Company's ongoing business performance. Organic sales and organic operating income are defined as sales and operating income excluding the impact of restructuring costs, impairment of assets held for sale, foreign currency fluctuations and contributions from acquisitions made during the last twelve months.

Three Months Ended**December 31,****2020 vs. 2019**

	Commercial/Industrial		Defense		Power		Total Curtiss-Wright	
	Sales	Operating income	Sales	Operating income	Sales	Operating income	Sales	Operating income
Organic	(18)%	(4)%	5%	6%	8%	18%	(5)%	5%
Acquisitions	1%	(1)%	20%	(8)%	0%	0%	6%	(3)%
Impairment of assets held for sale	0%	(67)%	0%	0%	0%	0%	0%	(28)%
Restructuring	0%	(13)%	0%	0%	0%	(16)%	0%	(11)%
Foreign Currency	1%	0%	1%	(1)%	0%	0%	1%	0%
Total	(16)%	(85)%	26%	(3)%	8%	2%	2%	(37)%

Year Ended**December 31,****2020 vs. 2019**

	Commercial/Industrial		Defense		Power		Total Curtiss-Wright	
	Sales	Operating income	Sales	Operating income	Sales	Operating income	Sales	Operating income
Organic	(18)%	(25)%	5%	6%	(2)%	0%	(8)%	(10)%
Acquisitions	1%	(1)%	12%	(2)%	0%	0%	4%	(1)%
Impairment of assets held for sale	0%	(18)%	0%	0%	0%	0%	0%	(8)%
Restructuring	0%	(11)%	0%	(3)%	0%	(14)%	0%	(9)%
Foreign Currency	0%	0%	0%	1%	0%	0%	0%	0%
Total	(17)%	(55)%	17%	2%	(2)%	(14)%	(4)%	(28)%

Free Cash Flow and Free Cash Flow Conversion

The Corporation discloses free cash flow because it measures cash flow available for investing and financing activities. Free cash flow represents cash available to repay outstanding debt, invest in the business, acquire businesses, return capital to shareholders and make other strategic investments. Free cash flow is defined as cash flow provided by operating activities less capital expenditures. Adjusted free cash flow excludes: (i) a capital investment in the Power segment related to the new, state-of-the-art naval facility principally for DRG; (ii) a voluntary contribution to the Company's corporate defined benefit pension plan made in the first quarter of 2020; and (iii) the cash impact from restructuring in 2020. The Corporation discloses free cash flow conversion because it measures the proportion of net earnings converted into free cash flow and is defined as free cash flow divided by net earnings from continuing operations. Adjusted free cash flow conversion is defined as Adjusted free cash flow divided by Adjusted net earnings.

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
NON-GAAP FINANCIAL DATA (UNAUDITED)
(\$'s in thousands)

	Three Months Ended		Year Ended	
	December 31,		December 31,	
	2020	2019	2020	2019
Net cash provided by operating activities	\$ 257,396	\$ 262,389	\$ 261,180	\$ 421,404
Capital expenditures	(11,158)	(19,833)	(47,499)	(69,752)
Free cash flow	<u>\$ 246,238</u>	<u>\$ 242,556</u>	<u>\$ 213,681</u>	<u>\$ 351,652</u>
Voluntary pension contribution	—	—	150,000	—
Adjustment to capital expenditures (DRG facility investment)	139	5,298	10,251	19,284
Restructuring	9,582	—	20,258	—
Adjusted free cash flow	<u>\$ 255,959</u>	<u>\$ 247,854</u>	<u>\$ 394,190</u>	<u>\$ 370,936</u>
Adjusted free cash flow conversion	<u>259%</u>	<u>277%</u>	<u>137%</u>	<u>121%</u>

CURTISS-WRIGHT CORPORATION
2020 Reconciliation Reported (GAAP) to Adjusted (Non-GAAP)
(Old Segment Structure)
As of February 24, 2021
(\$'s in millions, except per share data)

	2019 Reported (GAAP)	2019 Adjustments (1) (Non-GAAP)	2019 Adjusted (1) (Non-GAAP)	2020 Reported (GAAP)	2020 Restructuring Adjustments (2) (Non-GAAP)	2020 Other Adjustments (2) (Non-GAAP)	2020 Adjusted (2) (Non-GAAP)	2020 Chg vs 2019 Adjusted
Sales:								
Commercial/Industrial	\$ 1,138	\$ -	\$ 1,138	\$ 950	\$ -	\$ -	\$ 950	
Defense	626	2	628	734	-	2	736	
Power	724	-	724	708	-	-	708	
Total sales	\$ 2,488	\$ 2	\$ 2,490	\$ 2,391	\$ -	\$ 2	\$ 2,393	(4%)
Operating income:								
Commercial/Industrial	\$ 180	\$ -	\$ 180	\$ 82	\$ 20	\$ 36	\$ 138	
Defense	137	2	140	140	3	23	166	
Power	122	4	126	105	17	3	125	
Total segments	439	7	446	327	41	61	429	
Corporate and other	(35)	-	(35)	(38)	-	-	(38)	
Total operating income	\$ 404	\$ 7	\$ 411	\$ 289	\$ 41	\$ 61	\$ 391	(5%)
Interest expense	\$ (31)	\$ -	\$ (31)	\$ (36)	\$ -	\$ -	\$ (36)	
Other income, net	24	-	24	10	2	10	21	
Earnings before income taxes	397	7	403	263	43	71	377	
Provision for income taxes	(89)	(2)	(90)	(62)	(10)	(17)	(88)	
Net earnings	\$ 308	\$ 5	\$ 313	\$ 201	\$ 33	\$ 54	\$ 289	
Diluted earnings per share	\$ 7.15	\$ 0.12	\$ 7.27	\$ 4.80	\$ 0.78	\$ 1.30	\$ 6.87	(5%)
<i>Diluted shares outstanding</i>	43.0		43.0	42.0			42.0	
<i>Effective tax rate</i>	22.4%		22.4%	23.4%			23.4%	
Operating margins:								
Commercial/Industrial	15.8%	-	15.8%	8.6%	+220 bps	+380 bps	14.5%	(130 bps)
Defense	21.9%	+40 bps	22.3%	19.1%	+40 bps	+310 bps	22.6%	30 bps
Power	16.9%	+50 bps	17.4%	14.8%	+240 bps	+40 bps	17.6%	20 bps
Total operating margin	16.2%	+30 bps	16.5%	12.1%	+170 bps	+260 bps	16.3%	(20 bps)
Free cash flow (3)	\$ 352	\$ 19	\$ 371	\$ 214	\$ 20	\$ 160	\$ 394	

Notes: Full year amounts may not add due to rounding.

(1) 2019 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding the impact of first year purchase accounting costs associated with acquisitions (Defense segment), specifically one-time backlog amortization and transaction costs, as well as one-time transition and IT security costs related to the relocation of the DRG business (Power Segment).

(2) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 Adjusted financial results also exclude an impairment loss of \$33 million for our industrial valve business in Germany, which was classified as held for sale during the fourth quarter of 2020.

(3) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2019 Adjusted Free Cash Flow excludes a \$19 million capital investment in the Power segment related to construction of a new, state-of-the-art naval facility for the DRG business. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

CURTISS-WRIGHT CORPORATION
2021 Segment Reorganization
As of February 24, 2021
(\$'s in millions, except per share data)

	2020 Adjusted (Non-GAAP)	Division Realignment	Exiting Non-Core Operations	2020 Adjusted (2,3) (Non-GAAP)	2021 Adjusted Guidance (2,4)				
					(New Segment Structure)	(New Segment Structure)	Low	High	2021 Chg vs 2020 Adjusted
Sales:									
Commercial/Industrial	\$ 950	\$ (144)	\$ (67)	\$ 738	Aerospace & Industrial	\$ 745	\$ 760	1 - 3%	
Defense	736	(125)	-	611	Defense Electronics	740	755	21 - 24%	
Power	708	269	(26)	951	Naval & Power	960	980	1 - 3%	
Total sales	\$ 2,393	\$ -	\$ (93)	\$ 2,300	Total sales	\$ 2,445	\$ 2,495		6 to 8%
Operating income:					Operating income:				
Commercial/Industrial	\$ 138	\$ (24)	\$ (16)	\$ 98	Aerospace & Industrial	\$ 112	\$ 115	14 - 18%	
Defense	166	(22)	-	144	Defense Electronics	157	162	9 - 12%	
Power	125	46	-	171	Naval & Power	172	177	1 - 4%	
Total segments	429	-	(16)	413	Total segments	441	454		
Corporate and other	(38)	-	-	(38)	Corporate and other	(38)	(39)		
Total operating income	\$ 391	\$ -	\$ (16)	\$ 375	Total operating income	\$ 404	\$ 414		7 to 10%
Interest expense	\$ (36)	\$ -	\$ -	\$ (36)	Interest expense	\$ (41)	\$ (42)		
Other income, net	21	-	-	21	Other income, net	15	17		
Earnings before income taxes	377	-	(16)	361	Earnings before income taxes	378	389		
Provision for income taxes	(88)	-	4	(85)	Provision for income taxes	(89)	(92)		
Net earnings	\$ 289	\$ -	\$ (12)	\$ 277	Net earnings	\$ 290	\$ 298		
Diluted earnings per share	\$ 6.87	\$ -	\$ (0.29)	\$ 6.59	Diluted earnings per share	\$ 7.00	\$ 7.20		6 to 9%
<i>Diluted shares outstanding</i>	<i>42.0</i>			<i>42.0</i>	<i>Diluted shares outstanding</i>	<i>41.4</i>	<i>41.4</i>		
<i>Effective tax rate</i>	<i>23.4%</i>			<i>23.4%</i>	<i>Effective tax rate</i>	<i>23.5%</i>	<i>23.5%</i>		
Operating margins:					Operating margins:				
Commercial/Industrial	14.5%	NM	NM	13.3%	Aerospace & Industrial	15.0%	15.2%	170 to 190 bps	
Defense	22.6%	NM	NM	23.6%	Defense Electronics	21.2%	21.4%	(220 to 240 bps)	
Power	17.6%	NM	NM	18.0%	Naval & Power	18.0%	18.1%	0 to 10 bps	
Total operating margin	16.3%	NM	NM	16.3%	Total operating margin	16.5%	16.6%		20 to 30 bps
Free cash flow (5)	\$ 394	\$ -	\$ -	\$ 394	Free cash flow	\$ 330	\$ 360		

Notes:

(1) Full year amounts may not add due to rounding

(2) The above supplemental financial information by reportable segment for the 2020 and 2021 reporting periods reflects the Corporation's first quarter 2021 segment reorganization.

(3) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 financial results excludes our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

(4) 2021 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding the first quarter 2021 segment reorganization, our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and a one-time, \$3 million pension settlement charge related to the retirement of two former executives (within non-operating income).

(5) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

CURTISS-WRIGHT CORPORATION
2021 Guidance (New Segment Structure)
As of February 24, 2021
(\$'s in millions, except per share data)

	2020	2021		Exiting Non-Core Operations	2021	2021		2021 Chg vs 2020 Adjusted
	Adjusted (1,3) (Non-GAAP)	Reported Guidance (GAAP)			Adjustments (2) (Non-GAAP)	Adjusted Guidance (2) (Non-GAAP)		
		Low	High			Low	High	
Sales:								
Aerospace & Industrial	\$ 738	\$ 759	\$ 774	\$ (14)	\$ -	\$ 745	\$ 760	1 - 3%
Defense Electronics	611	740	755	-	-	740	755	21 - 24%
Naval & Power	951	991	1,011	(31)	-	960	980	1 - 3%
Total sales	\$ 2,300	\$ 2,490	\$ 2,540	\$ (45)	\$ -	\$ 2,445	\$ 2,495	6 to 8%
Operating income:								
Aerospace & Industrial	\$ 98	\$ 114	\$ 117	\$ (2)	\$ -	\$ 112	\$ 115	14 - 18%
Defense Electronics	144	151	156	-	6	157	162	9 - 12%
Naval & Power	171	174	179	(2)	-	172	177	1 - 4%
Total segments	413	439	452	(4)	6	441	454	
Corporate and other	(38)	(38)	(39)	-	-	(38)	(39)	
Total operating income	\$ 375	\$ 402	\$ 412	\$ (4)	\$ 6	\$ 404	\$ 414	7 to 10%
Interest expense	\$ (36)	\$ (41)	\$ (42)	\$ -	\$ -	\$ (41)	\$ (42)	
Other income, net	21	12	13	-	3	15	17	
Earnings before income taxes	361	373	384	(4)	9	378	389	
Provision for income taxes	(85)	(87)	(90)	1	(2)	(89)	(92)	
Net earnings	\$ 277	\$ 286	\$ 294	\$ (3)	\$ 7	\$ 290	\$ 298	
Diluted earnings per share	\$ 6.59	\$ 6.90	\$ 7.10	\$ (0.07)	\$ 0.17	\$ 7.00	\$ 7.20	6 to 9%
<i>Diluted shares outstanding</i>	<i>42.0</i>	<i>41.4</i>	<i>41.4</i>			<i>41.4</i>	<i>41.4</i>	
<i>Effective tax rate</i>	<i>23.4%</i>	<i>23.5%</i>	<i>23.5%</i>			<i>23.5%</i>	<i>23.5%</i>	
Operating margins:								
Aerospace & Industrial	13.3%	15.0%	15.1%	+10 bps	-	15.0%	15.2%	170 to 190 bps
Defense Electronics	23.6%	20.4%	20.6%	-	+80 bps	21.2%	21.4%	(220 to 240 bps)
Naval & Power	18.0%	17.6%	17.7%	+40 bps	-	18.0%	18.1%	0 to 10 bps
Total operating margin	16.3%	16.1%	16.2%	+20 bps	+20 bps	16.5%	16.6%	20 to 30 bps
Free cash flow	\$ 394	\$ 330	\$ 360	-	-	\$ 330	\$ 360	

Notes: Full year amounts may not add due to rounding. All financial information by reportable segment for the 2020 and 2021 reporting periods reflects the Corporation's first quarter 2021 segment reorganization.

(1) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 financial results excludes our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

(2) 2021 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and a one-time, \$3 million pension settlement charge related to the retirement of two former executives (within non-operating income).

(3) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

CURTISS-WRIGHT CORPORATION
2021 Sales Growth Guidance by End Market
As of February 24, 2021

<u>Aerospace & Defense Markets</u>	<u>2021 % Change vs 2020</u>
Aerospace Defense	2 - 4%
Ground Defense	100 - 105%
Naval Defense	Flat
Commercial Aerospace	Flat
Total Aerospace & Defense	6 - 8%
<u>Commercial Markets</u>	
Power & Process	3 - 5%
General Industrial	9 - 11%
Total Commercial	6 - 8%
Total Curtiss-Wright Sales	6 - 8%

Notes:

(1) This table reflects the Company's new End Market Structure and Realignment effective Q1 2021, with all Commercial Aerospace market revenues shifting into a newly defined Total Aerospace & Defense market.

(2) The new Power & Process end market will be comprised of a) Nuclear and b) Process, while the new General Industrial end market will now be comprised of a) Industrial Vehicles and b) Industrial Automation and Services.

(3) Based on these changes, our new Power & Process revenues will be concentrated within the new Naval & Power segment, and the new General Industrial sales will be concentrated within the new Aerospace & Industrial segment.

CURTISS-WRIGHT CORPORATION and SUBSIDIARIES
ADJUSTED HISTORICAL SEGMENT INFORMATION (UNAUDITED)

(\$'s in thousands)

The Corporation is issuing the below supplemental financial information by reportable segment for the 2020 and 2019 prior quarterly reporting periods to reflect the Corporation's first quarter 2021 segment reorganization.

	Three Months Ended				
	3/31/2020	6/30/2020	9/30/2020	12/31/2020	FY 2020
Sales:					
Aerospace & Industrial	\$ 208,033	\$ 165,701	\$ 172,243	\$ 192,214	\$ 738,191
Defense Electronics	139,582	139,813	149,073	182,173	610,641
Naval & Power	228,048	227,189	228,626	267,079	950,943
Total sales	\$ 575,663	\$ 532,703	\$ 549,942	\$ 641,466	\$ 2,299,774
Operating income (expense):					
Aerospace & Industrial	\$ 28,420	\$ 12,798	\$ 22,898	\$ 33,718	\$ 97,835
Defense Electronics	26,840	33,545	38,649	45,337	144,372
Naval & Power	33,499	38,324	42,002	57,041	170,866
Total segments	\$ 88,760	\$ 84,668	\$ 103,549	\$ 136,096	\$ 413,073
Corporate and other	(11,816)	(8,114)	(7,740)	(9,908)	(37,579)
Total operating income	\$ 76,943	\$ 76,554	\$ 95,809	\$ 126,188	\$ 375,494
Operating margins:					
Aerospace & Industrial	13.7%	7.7%	13.3%	17.5%	13.3%
Defense Electronics	19.2%	24.0%	25.9%	24.9%	23.6%
Naval & Power	14.7%	16.9%	18.4%	21.4%	18.0%
Total Curtiss-Wright	13.4%	14.4%	17.4%	19.7%	16.3%
Segment margins	15.4%	15.9%	18.8%	21.2%	18.0%

	Three Months Ended				
	3/31/2019	6/30/2019	9/30/2019	12/31/2019	FY 2019
Sales:					
Aerospace & Industrial	\$ 215,219	\$ 230,304	\$ 218,066	\$ 228,887	\$ 892,477
Defense Electronics	110,301	133,709	134,965	146,468	525,442
Naval & Power	229,406	247,971	233,412	250,100	960,888
Total sales	\$ 554,926	\$ 611,983	\$ 586,443	\$ 625,455	\$ 2,378,807
Operating income (expense):					
Aerospace & Industrial	\$ 26,628	\$ 38,736	\$ 30,109	\$ 33,510	\$ 128,984
Defense Electronics	16,864	28,511	36,407	39,353	121,136
Naval & Power	34,989	45,598	41,643	51,826	174,057
Total segments	\$ 78,482	\$ 112,845	\$ 108,160	\$ 124,689	\$ 424,176
Corporate and other	(9,115)	(10,314)	(6,917)	(8,441)	(34,787)
Total operating income	\$ 69,367	\$ 102,530	\$ 101,243	\$ 116,248	\$ 389,389
Operating margins:					
Aerospace & Industrial	12.4%	16.8%	13.8%	14.6%	14.5%
Defense Electronics	15.3%	21.3%	27.0%	26.9%	23.1%
Naval & Power	15.3%	18.4%	17.8%	20.7%	18.1%
Total Curtiss-Wright	12.5%	16.8%	17.3%	18.6%	16.4%
Segment margins	14.1%	18.4%	18.4%	19.9%	17.8%

Notes: Full year amounts may not add due to rounding.

About Curtiss-Wright Corporation

Curtiss-Wright Corporation (NYSE: CW) is a global innovative company that delivers highly engineered, critical function products and services to the commercial, industrial, defense and energy markets. Building on the heritage of Glenn Curtiss and the Wright brothers, Curtiss-Wright has a long tradition of providing reliable solutions through trusted customer relationships. The company employs approximately 8,200 people worldwide. For more information, visit www.curtisswright.com.

Certain statements made in this press release, including statements about future revenue, financial performance guidance, quarterly and annual revenue, net income, operating income growth, future business opportunities, cost saving initiatives, the successful integration of the Company's acquisitions, future cash flow from operations, and potential impacts of the COVID-19 pandemic are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act") and the Private Securities Litigation Reform Act of 1995. These statements present management's expectations, beliefs, plans and objectives regarding future financial performance, and assumptions or judgments concerning such performance. Any discussions contained in this press release, except to the extent that they contain historical facts, are forward-looking and accordingly involve estimates, assumptions, judgments and uncertainties. Such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those expressed or implied. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. Such risks and uncertainties include, but are not limited to: a reduction in anticipated orders; an economic downturn; changes in the competitive marketplace and/or customer requirements; a change in government spending; an inability to perform customer contracts at anticipated cost levels; the impact of a global pandemic or national epidemic, and other factors that generally affect the business of aerospace, defense contracting, electronics, marine, and industrial companies. Such factors are detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2019, and subsequent reports filed with the Securities and Exchange Commission.

This press release and additional information are available at www.curtisswright.com.

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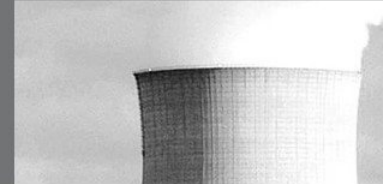


Q4 and FY 2020 Earnings Conference Call

February 25, 2021



Listen-Only dial-in numbers:
(844) 220-4970 (domestic)
(262) 558-6349 (international)
Conference ID: 6585187



NYSE: CW



Safe Harbor Statement

Please note that the information provided in this presentation is accurate as of the date of the original presentation. The presentation will remain posted on this website from one to twelve months following the initial presentation, but content will not be updated to reflect new information that may become available after the original presentation posting. The presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act"), and the Private Securities Litigation-Reform Act of 1995. Such forward-looking statements only speak as of the date of this report and Curtiss-Wright Corporation assumes no obligation to update the information included in this report. Such forward-looking statements include, among other things, management's estimates of future performance, revenue and earnings, our management's growth objectives, our management's ability to integrate our acquisition, and our management's ability to produce consistent operating improvements. These forward-looking statements are based on expectations as of the time the statements were made only, and are subject to a number of risks and uncertainties which could cause us to fail to achieve our then-current financial projections and other expectations, including the impact of a global pandemic or national epidemic. Any references to organic growth exclude the effects of restructuring costs, foreign currency fluctuations, acquisitions and divestitures, unless otherwise noted.

This presentation also includes certain non-GAAP financial measures with reconciliations to GAAP financial measures being made available in the earnings release that is posted to our website and furnished with the SEC. We undertake no duty to update this information. More information about potential factors that could affect our business and financial results is included in our filings with the Securities and Exchange Commission, including our Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q, including, among other sections, under the captions, "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations," which is on file with the SEC and available at the SEC's website at www.sec.gov.

Leadership Transition

- **Advancing the One Curtiss-Wright Vision**
- **Continued focus on top quartile performance**
- **Pivot to Growth**
 - Acceleration of organic growth and acquisitions
- **Increasing focus on internal investments**
- **Simplification of CW story and value proposition**
 - Unveiling new Segment and End Market structure
 - Driving improved alignment of strategies and industry drivers
- **Hosting Investor Day on May 26, 2021**

OPERATIONAL STATUS

- **Maintaining focus on Employee health and safety**
 - Global workforce following guidelines and safety protocols
 - Strong IT focus with enhanced security protocols
 - Maintain real-time tracking and reporting system across all sites world-wide
 - Ongoing rollout of vaccines remains paramount to ensuring employee safety and business continuity

MANAGEMENT ACTIONS

- **Preserving Profitability and Free Cash Flow**
 - Successfully implemented restructuring plans
 - Reduced incentive compensation (including leadership)
 - Reduced discretionary spending
 - Slowed pace of CapEx spending
 - Maintained R&D investment level
 - Strong focus on balance sheet and liquidity

Strong Finish to 2020: Q4 and FY'20 Highlights

Fourth Quarter 2020 Highlights

- **Net Sales increased 2% YOY; Up 17% Sequentially**
 - Strong defense market growth, up 27% overall (15% organic); **Sequentially higher sales across all commercial markets**
- **Adjusted Operating Income rose 8%, with Adjusted Operating Margin up 100bps to 19.8%**
 - Benefits of ongoing cost containment actions and restructuring savings in all segments
- **Adjusted Diluted EPS of \$2.39, up 12%**
- **Record Reported FCF of \$246M; Adjusted FCF of \$256M, up 3%**
- **Closed PacStar acquisition for \$400M in cash**

FY 2020 Highlights

- **Net Sales of \$2.4B, down 4%**
 - Strong defense market growth, up 17% overall (10% organic); Commercial market weakness principally driven by COVID-19 impacts
- **Adjusted Operating Margin nearly flat YOY at 16.3%**
 - Savings generated by ongoing restructuring actions mitigated significant portion of commercial market challenges
- **Adjusted Diluted EPS of \$6.87, exceeded guidance**
- **Total Share Repurchases \$200M (\$150M opportunistically)**
- **Record Adjusted FCF of \$394M, up 6% (137% FCF conversion)**
- **Book-to-bill: 1.0x (Defense Markets ~1.1x)**

Notes:

- 2020 Adjusted results exclude restructuring costs, one-time inventory step-up, backlog amortization and transaction costs for acquisitions, one-time transition and IT security costs associated with the relocation of our DRG business, and an impairment loss for our industrial valve business in Germany being classified as held for sale during the fourth quarter of 2020
- 2020 Adjusted Free Cash Flow excludes a voluntary contribution to the Company's corporate defined benefit pension plan, the cash impact from restructuring, and a capital investment related to construction of a new, state-of-the-art naval facility for the DRG business (Power segment)

Fourth Quarter 2020 Financial Review

(\$ in millions)	Q4'20 Adjusted	Q4'19 Adjusted	Chg vs. Q4'19	2020 Key Drivers
Commercial / Industrial	\$249	\$296	(16%)	<ul style="list-style-type: none"> Reduced YOY demand in commercial aerospace and general industrial (Up sequentially vs Q3) Partially offset by higher F-35 sales in aerospace defense
Defense	\$217	\$173	26%	<ul style="list-style-type: none"> Strong 5% organic growth, led by aerospace (electronics) and naval defense Contribution from PacStar and 901D acquisitions
Power	\$202	\$186	8%	<ul style="list-style-type: none"> Strong growth in naval defense Partially offset by reduced aftermarket power generation revenues
Total Sales	\$668	\$656	2%	
Commercial / Industrial <i>Margin</i>	\$47 19.0%	\$49 16.7%	(4%) 230 bps	<ul style="list-style-type: none"> Benefit of restructuring savings and ongoing cost reduction measures helped to mitigate unfavorable absorption on lower sales
Defense <i>Margin</i>	\$53 24.2%	\$44 25.5%	20% (130 bps)	<ul style="list-style-type: none"> Benefit of restructuring savings mainly offset by increased R&D Contribution from acquisitions
Power <i>Margin</i>	\$43 21.1%	\$38 20.4%	12% 70 bps	<ul style="list-style-type: none"> Strong naval defense revenues and benefits of cost containment / restructuring savings
Total Op. Income <i>CW Margin</i>	\$133 19.8%	\$123 18.8%	8% 100 bps	Restructuring savings drove Q4 benefit of \$14M; FY'20 benefit of \$25M

Note: Amounts may not add down due to rounding.

- 2019 Adjusted results exclude first year purchase accounting costs, specifically one-time inventory step-up, backlog amortization and transaction costs for acquisition of TCG (Defense segment), and one-time transition and IT security costs associated with the relocation of our DRG business (Power segment).
- 2020 Adjusted results exclude restructuring costs, one-time inventory step-up, backlog amortization and transaction costs for acquisitions, one-time transition and IT security costs associated with the relocation of our DRG business, and an impairment loss for our industrial valve business in Germany being classified as held for sale during the fourth quarter of 2020.

Transition to New Segment Structure (2020)

(FY20 Sales, \$ in millions)	Old Segment Structure	Adjustments		New Segment Structure ⁽¹⁾	
		Division Realignment	Exiting Non-Core Operations		
Commercial / Industrial	\$950	(\$144)	(\$67)	\$738	Aerospace & Industrial
Defense	\$736	(\$125)	-	\$611	Defense Electronics
Power	\$708	\$269	(\$26)	\$951	Naval & Power
Total Sales	\$2,393	-	(\$93)	\$2,300	Total Sales

Key Benefits:

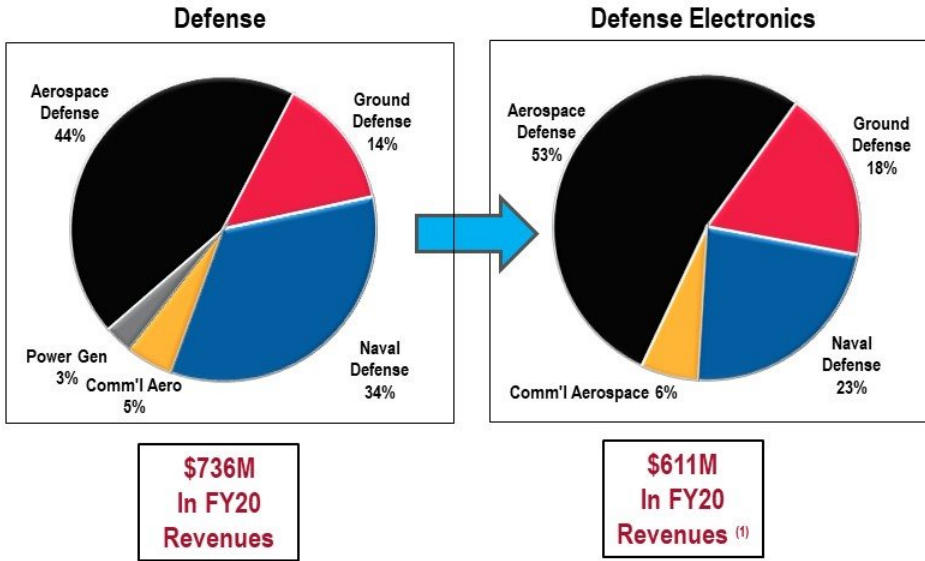
- Concentrates same/similar products and markets within the same segment
 - Division realignment shifts all valves revenue from C/I and Defense segments into new Naval & Power segment
- Improves alignment of segments with major industry drivers and metrics

Note: Amounts may not add down due to rounding.

1) Reflects 2020 sales excluding our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020, as well as our new segment structure based upon the Corporation's first quarter 2021 segment reorganization.

Defense Electronics Segment Transition

Valves business serving Power Gen and Navy moves to Naval & Power segment



Product Focus

- COTS embedded computing
- Tactical battlefield communications
- Flight test instrumentation
- Stabilization systems

Key Industry Drivers / Metrics

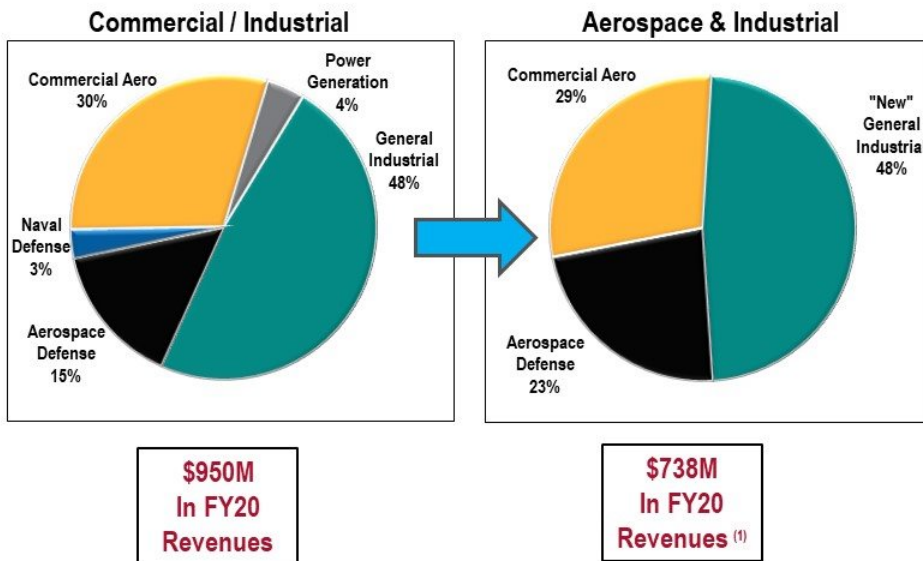
- DoD spending (Procurement and RDT&E)
- Naval shipbuilding plan
- OEM Production rates (Boeing and Airbus)

Note: Amounts may not add down due to rounding.

⁽¹⁾ Reflects new segment structure based upon the Corporation's first quarter 2021 segment reorganization.

Aerospace & Industrial Segment Transition

Valves business serving Power Gen and Navy moves to Naval & Power segment
 "New" General Industrial sales concentrated in one segment



- ### Product Focus
- Actuation
 - Sensors
 - Electronic Systems & Subsystems
 - Surface Treatment services

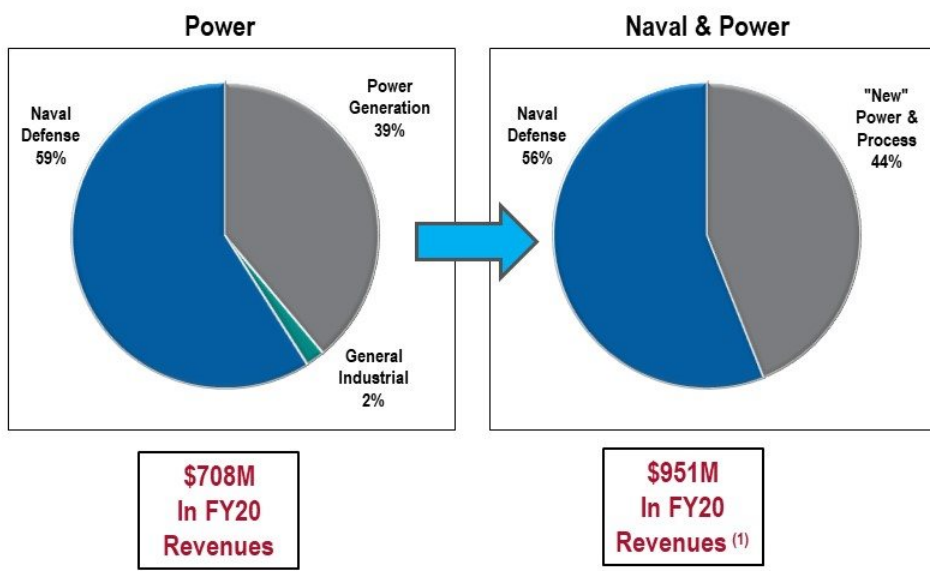
- ### Key Industry Drivers / Metrics
- Global medium & heavy-duty truck and bus production rates
 - Global construction, AG & material handling equipment production rates
 - Global GDP & Industrial Production Rates
 - OEM Production rates (Boeing and Airbus)
 - DoD spending (Procurement and RDT&E)

Note: Amounts may not add down due to rounding.
 1) Reflects new segment structure based upon the Corporation's first quarter 2021 segment reorganization.



Naval & Power Segment Transition

Division realignment shifts all valves revenue from C/I and Defense segments into new Naval & Power segment
 "New" Power & Process sales concentrated in one segment



Product Focus
<ul style="list-style-type: none"> • Reactor coolant pumps • Valves • Steam turbines • Generators • Control and Monitoring
Key Industry Drivers / Metrics
<ul style="list-style-type: none"> • Naval shipbuilding plan • U.S. Nuclear Operating Reactors / DOE • Global new construction market • Global CapEx spending for process markets

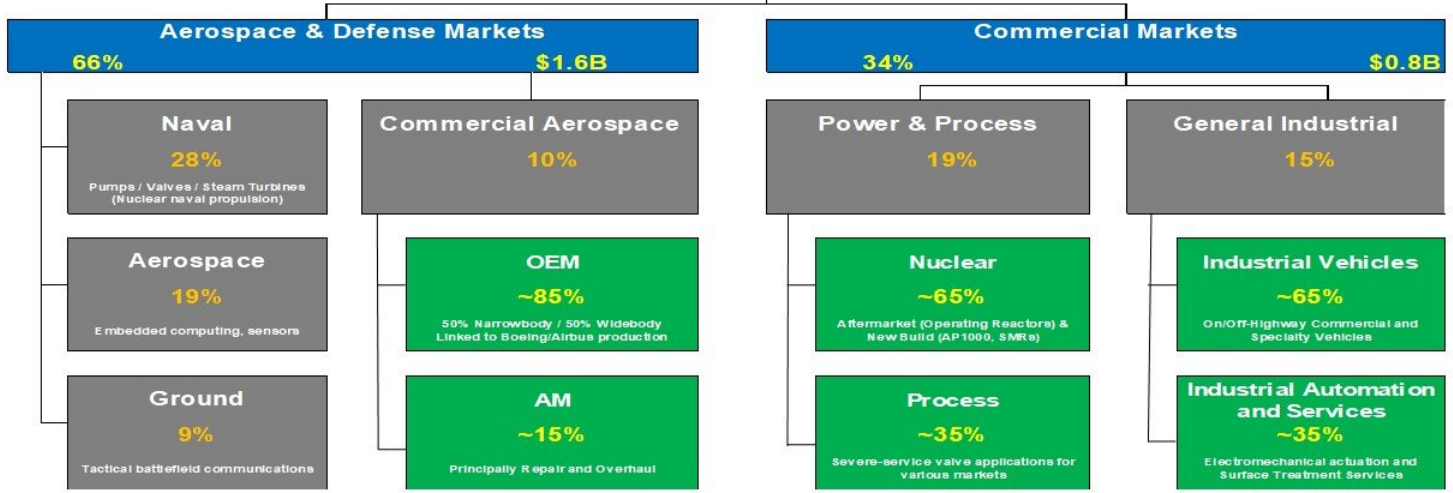
Note: Amounts may not add down due to rounding.
 1) Reflects new segment structure based upon the Corporation's first quarter 2021 segment reorganization.



2021E End Market Sales Waterfall (as of February 24, 2021)

FY'21 Guidance:
 Overall UP 6 - 8%
 A&D Markets UP 6 - 8%
 Comm'l Markets UP 6 - 8%

Total 2021 CW End Markets
 \$2.445B - 2.495B



Key Benefits to Realignment:

- Realigns primary end market structure as Aerospace & Defense (2/3) and Commercial (1/3)
- Concentrates same/similar products and markets within the same segment
 - New Power & Process market sales concentrated in new Naval & Power segment
 - All General Industrial sales concentrated in new Aerospace & Industrial segment

2021E End Market Sales Growth (Guidance as of February 24, 2021)

	2021E Growth vs 2020	2021E % Sales	Key Drivers
Aero Defense	2% - 4%	19%	<ul style="list-style-type: none"> Favorable growth on C5ISR and helicopter programs
Ground Defense	100% - 105%	9%	<ul style="list-style-type: none"> Contribution from PacStar acquisition
Naval Defense	Flat	28%	<ul style="list-style-type: none"> Solid growth on aircraft carriers offset by lower sub revenues (timing) Long-term trend intact following 22% growth in 2020
Commercial Aero	Flat	10%	<ul style="list-style-type: none"> Core OEM and Aftermarket stabilizing
Total Aerospace & Defense Markets	6% - 8%	66%	
Power & Process	3% - 5%	19%	<ul style="list-style-type: none"> Higher U.S. nuclear aftermarket partially offset by lower CAP1000 program revenues (timing) Solid growth in valves sales in Process market
General Industrial	9% - 11%	15%	<ul style="list-style-type: none"> Strong rebound across most industrial markets
Total Commercial Markets	6% - 8%	34%	
Total Curtiss-Wright	6% - 8%	100%	Organic growth up 2% - 4%

Notes: Amounts may not add down due to rounding. 2020 financial results and 2021 Adjusted guidance exclude our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

2021E Financial Outlook (Guidance as of February 24, 2021)

(\$ in millions)	2020 Adjusted ⁽¹⁾ (New Structure)	2021E Adjusted ⁽³⁾	2021E Change vs 2020 Adjusted ⁽²⁾⁽³⁾	
Aerospace & Industrial	\$738	\$745 - 760	1% - 3%	<ul style="list-style-type: none"> Strong rebound in general industrial markets; part offset by lower A&D
Defense Electronics	\$611	\$740 - 755	21% - 24%	<ul style="list-style-type: none"> Solid organic growth (up 3-6%) driven by higher Aero Defense sales PacStar contributing HSD revenue growth
Naval & Power	\$951	\$960 - 980	1% - 3%	<ul style="list-style-type: none"> Modest sales increases in Power & Process markets
Total Sales	\$2,300	\$2,445 - 2,495	6% - 8%	Organic growth up 2% - 4%
Aerospace & Industrial Margin	\$98 13.3%	\$112 - 115 15.0% - 15.2%	14% - 18% 170 - 190 bps	<ul style="list-style-type: none"> Benefit of PY restructuring savings Segment profitability returning to 2019 levels
Defense Electronics Margin	\$144 23.6%	\$157 - 162 21.2% - 21.4%	9% - 12% (220 - 240 bps)	<ul style="list-style-type: none"> Sales contribution from acquisition dilution to margin Accelerated R&D investments \$6M; Unfavorable mix (more systems work)
Naval & Power Margin	\$171 18.0%	\$172 - 177 18.0% - 18.1%	1% - 4% 0 - 10 bps	<ul style="list-style-type: none"> Benefit of PY restructuring savings Improved segment profitability despite winding down on CAP1000 program
Corporate and Other	(\$38)	(\$38 - 39)	-	
Total Op. Income CW Margin	\$375 16.3%	\$404 - 414 16.5% - 16.6%	7% - 10% +20 - 30 bps	On path to 17% margin despite R&D increase (\$10M)

Note: Amounts may not add/deduct due to rounding.

1) 2020 Adjusted results exclude restructuring costs, first year purchase accounting costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 financial results excludes our build-to-print aviation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as an asset held for sale, both in the fourth quarter of 2020, and also reflects the first quarter 2021 segment reorganization.

2) 2021 Adjusted guidance excludes our build-to-print aviation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as an asset held for sale, both in the fourth quarter of 2020, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and pension costs (within non-operating income), and also reflects the first quarter 2021 segment reorganization.

2021E Financial Outlook (Guidance as of February 24, 2021)

(\$ in millions, except EPS)	2020 Adjusted ⁽¹⁾ (New Structure)	2021E Adjusted ⁽²⁾	
Total Operating Income	\$375	\$404 - 414	Solid growth, up 7-10%, despite increased R&D (\$10M)
Other Income/(Expense)	\$21	\$15 - 17	▪ Pension (lower discount rates)
Interest Expense	(\$36)	(\$41 - 42)	▪ Includes full year of \$300M senior notes
Diluted EPS	\$6.59	\$7.00 - 7.20	Solid growth, up 6-9%, despite increased R&D (\$0.18)
Diluted Shares Outstanding	42.0	41.4	▪ Expect minimum \$50 million in share repurchases
Free Cash Flow	\$394	\$330 - 360	Maintain solid FCF generation following record 2020
Free Cash Flow Conversion	137%	114% - 121%	▪ Remain above 110% long-term target
Capital Expenditures	\$37	\$50 - 60	▪ Return to normal discretionary spending
Depreciation & Amortization	\$116	\$115 - 125	

Notes: Amounts may not add down due to rounding. 2020 financial results and 2021 Adjusted guidance exclude our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale both in the fourth quarter of 2020, and also reflects the first quarter 2021 segment reorganization. Free Cash Flow is defined as cash flow from operations less capital expenditures. FCF Conversion is calculated as free cash flow divided by net earnings from continuing operations. Adjusted FCF Conversion is calculated as adjusted free cash flow divided by net earnings from continuing operations.

1) 2020 Adjusted results exclude restructuring costs, first year purchase accounting costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 Adjusted Free Cash Flow guidance excludes a voluntary contribution to the Company's corporate defined benefit pension plan of \$150 million, a \$22 million cash impact from restructuring, and a \$10 million capital investment related to construction of a new, state-of-the-art, naval facility for the DRG business (Power segment).

2) 2021 Adjusted guidance for operating income and diluted EPS excludes first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and a one-time, \$3 million pension settlement charge related to the retirement of two former executives (within non-operating income).

Curtiss-Wright Remains Well-Positioned for Long-Term Profitable Growth

- **Solid revenue growth across A&D and Commercial markets, up 6% - 8%**
 - Improved organic growth (up 2% - 4%) plus PacStar acquisition providing strong boost to top-line
- **Steady adjusted operating margin expansion to reach 16.5% - 16.6%**
 - Driven by solid top-line growth and savings generated by restructuring actions
 - Increased profitability despite additional R&D investments (\$10M)
 - Long-term goal: Maintain top quartile performance vs. peers
- **Solid growth in adjusted diluted EPS, up 6% - 9%**
- **Strong adjusted free cash flow of \$330 - \$360M; FCF conversion ~117%**
- **Disciplined and focused capital allocation strategy**

Appendix

Non-GAAP Financial Results

The company reports its financial performance in accordance with accounting principles generally accepted in the United States of America ("GAAP"). This press release refers to "Adjusted" amounts, which are Non-GAAP financial measures described below.

We utilize a number of different financial measures in analyzing and assessing the overall performance of our business, and in making operating decisions, forecasting and planning for future periods. We consider the use of the non-GAAP measures to be helpful in assessing the performance of the ongoing operation of our business. We believe that disclosing non-GAAP financial measures provides useful supplemental data that, while not a substitute for financial measures prepared in accordance with GAAP, allows for greater transparency in the review of our financial and operational performance.

The Company's presentation of its financials and guidance includes an Adjusted (non-GAAP) view that excludes an impairment of a German valves business classified as held for sale, significant restructuring costs in 2020 associated with its operations, including one-time actions taken in response to COVID-19, a non-cash impairment of capitalized development costs related to a commercial aerospace program, first year purchase accounting costs associated with its acquisitions, as well as one-time transition and IT security costs, and capital investments, specifically associated with the relocation of the DRG business in the Power segment. Transition costs include relocation of employees and equipment as well as overlapping facility and labor costs associated with the relocation. We believe this Adjusted view will provide improved transparency to the investment community in order to better measure Curtiss-Wright's ongoing operating and financial performance and better comparisons of our key financial metrics to our peers. Reconciliations of "Reported" GAAP amounts to "Adjusted" non-GAAP amounts are furnished within this release.

Reconciliations of "Reported" GAAP amounts to "Adjusted" non-GAAP amounts are furnished with this presentation. All per share amounts are reported on a diluted basis.

The following definitions are provided:

Adjusted Operating Income, Operating Margin, Net Earnings and Diluted EPS

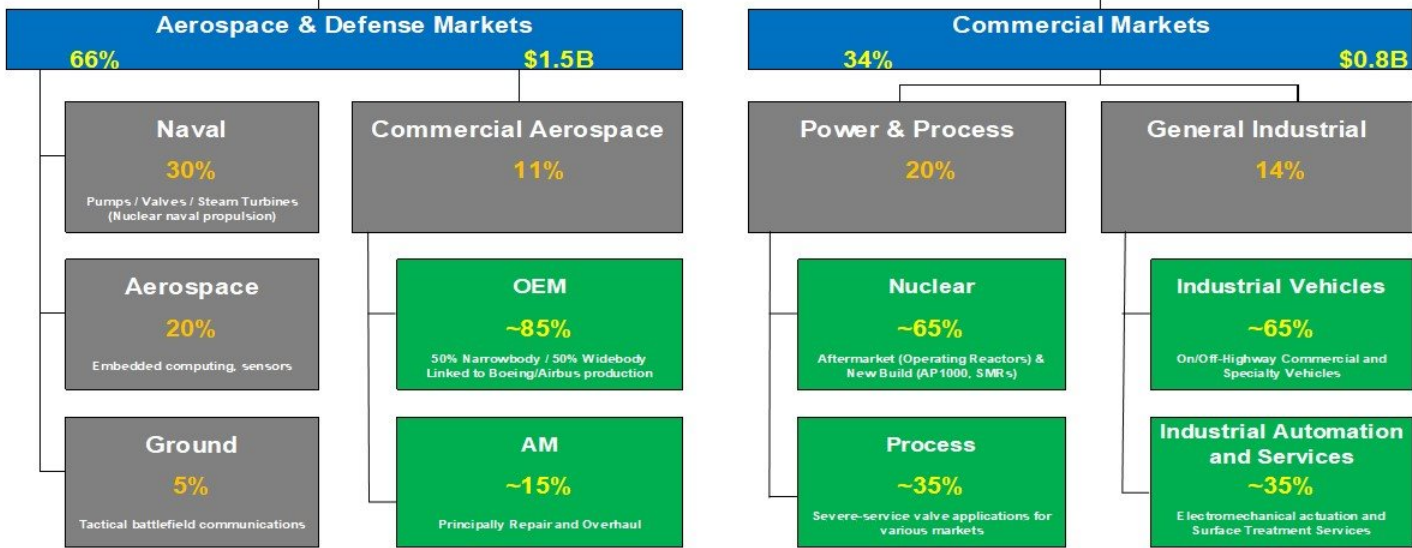
These Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Earnings and Diluted Earnings per Share (EPS) under GAAP excluding: (i) the impact of first year purchase accounting costs associated with acquisitions for current and prior year periods, specifically one-time inventory step-up, backlog amortization and transaction costs; (ii) one-time transition and IT security costs associated with the relocation of a business in the current year period; (iii) the non-cash impairment of capitalized development costs related to a commercial aerospace program; and (iv) significant restructuring costs in 2020 associated with its operations, and (v) an impairment of a German valves business classified as held for sale.

Free Cash Flow and Free Cash Flow Conversion

The Corporation discloses free cash flow because it measures cash flow available for investing and financing activities. Free cash flow represents cash available to repay outstanding debt, invest in the business, acquire businesses, return capital to shareholders and make other strategic investments. Free cash flow is defined as cash flow provided by operating activities less capital expenditures. Adjusted free cash flow excludes: (i) a capital investment in the Power segment related to the new, state-of-the-art naval facility principally for DRG; (ii) a voluntary contribution to the Company's corporate defined benefit pension plan made in the first quarter of 2020; and (iii) the cash impact from restructuring in 2020. The Corporation discloses free cash flow conversion because it measures the proportion of net earnings converted into free cash flow and is defined as free cash flow divided by net earnings from continuing operations. Adjusted free cash flow conversion is defined as Adjusted free cash flow divided by Adjusted net earnings.

2020 End Market Sales Waterfall

**Total 2020 CW End Markets
\$2.3B**



Non-GAAP Reconciliation – 2020 vs. 2019 (Adjusted)

CURTISS-WRIGHT CORPORATION
2020 Reconciliation Reported (GAAP) to Adjusted (Non-GAAP)
(Old Segment Structure)
As of February 24, 2021
(\$'s in millions, except per share data)

	2019 Reported (GAAP)	2019 Adjustments ⁽¹⁾ (Non-GAAP)	2019 Adjusted ⁽¹⁾ (Non-GAAP)	2020 Reported (GAAP)	2020 Restructuring Adjustments ⁽²⁾ (Non-GAAP)	2020 Other Adjustments ⁽²⁾ (Non-GAAP)	2020 Adjusted ⁽²⁾ (Non-GAAP)	2020 Chg vs 2019 Adjusted
Sales:								
Commercial/Industrial	\$ 1,138	\$ -	\$ 1,138	\$ 950	\$ -	\$ -	\$ 950	
Defense	626	2	628	734	-	2	736	
Power	724	-	724	708	-	-	708	
Total sales	\$ 2,488	\$ 2	\$ 2,490	\$ 2,391	\$ -	\$ 2	\$ 2,393	(4%)
Operating income:								
Commercial/Industrial	\$ 180	\$ -	\$ 180	\$ 82	\$ 20	\$ 36	\$ 138	
Defense	137	2	140	140	3	23	166	
Power	122	4	126	105	17	3	125	
Total segments	439	7	446	327	41	61	429	
Corporate and other	(35)	-	(35)	(38)	-	-	(38)	
Total operating income	\$ 404	\$ 7	\$ 411	\$ 289	\$ 41	\$ 61	\$ 391	(5%)
Interest expense	\$ (31)	\$ -	\$ (31)	\$ (36)	\$ -	\$ -	\$ (36)	
Other income, net	24	-	24	10	2	10	21	
Earnings before income taxes	397	7	403	263	43	71	377	
Provision for income taxes	(89)	(2)	(90)	(62)	(10)	(17)	(88)	
Net earnings	\$ 308	\$ 5	\$ 313	\$ 201	\$ 33	\$ 54	\$ 289	
Diluted earnings per share	\$ 7.15	\$ 0.12	\$ 7.27	\$ 4.80	\$ 0.78	\$ 1.30	\$ 6.87	(5%)
<i>Diluted shares outstanding</i>	<i>43.0</i>		<i>43.0</i>	<i>42.0</i>			<i>42.0</i>	
<i>Effective tax rate</i>	<i>22.4%</i>		<i>22.4%</i>	<i>23.4%</i>			<i>23.4%</i>	
Operating margins:								
Commercial/Industrial	15.8%	-	15.8%	8.6%	+220 bps	+380 bps	14.5%	(130 bps)
Defense	21.9%	+40 bps	22.3%	19.1%	+40 bps	+310 bps	22.6%	30 bps
Power	16.9%	+50 bps	17.4%	14.8%	+240 bps	+40 bps	17.6%	20 bps
Total operating margin	16.2%	+30 bps	16.5%	12.1%	+170 bps	+260 bps	16.3%	(20 bps)
Free cash flow ⁽³⁾	\$ 352	\$ 19	\$ 371	\$ 214	\$ 20	\$ 160	\$ 394	

Notes: Full year amounts may not add due to rounding.

(1) 2019 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding the impact of first year purchase accounting costs associated with acquisitions (Defense segment), specifically one-time backlog amortization and transaction costs, as well as one-time transition and IT security costs related to the relocation of the DRG business (Power Segment).

(2) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 Adjusted financial results also exclude an impairment loss of \$33 million for our industrial valve business in Germany, which was classified as held for sale during the fourth quarter of 2020.

(3) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2019 Adjusted Free Cash Flow excludes a \$19 million capital investment in the Power segment related to construction of a new, state-of-the-art naval facility for the DRG business. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

Non-GAAP Reconciliation – 2020 vs 2021 (Adjusted)

CURTISS WRIGHT CORPORATION 2021 Segment Reorganization As of February 24, 2021 (S's in millions, except per share data)

	2020 Adjusted (Non-GAAP)	Division Realignment	Exiting Non-Core Operations	2020 Adjusted ^(2,3) (Non-GAAP)	2021 Adjusted Guidance ^(2,4) (Non-GAAP)				
					(New Segment Structure)	(New Segment Structure)	Low	High	2021 Chg vs 2020 Adjusted
Sales:									
Commercial/Industrial	\$ 950	\$ (144)	\$ (67)	\$ 738	Aerospace & Industrial	\$ 745	\$ 760	1 - 3%	
Defense	736	(125)	-	611	Defense Electronics	740	755	21 - 24%	
Power	708	269	(26)	951	Naval & Power	960	980	1 - 3%	
Total sales	\$ 2,393	\$ -	\$ (93)	\$ 2,300	Total sales	\$ 2,445	\$ 2,495	6 to 8%	
Operating income:					Operating income:				
Commercial/Industrial	\$ 138	\$ (24)	\$ (16)	\$ 98	Aerospace & Industrial	\$ 112	\$ 115	14 - 18%	
Defense	166	(22)	-	144	Defense Electronics	157	162	9 - 12%	
Power	125	46	-	171	Naval & Power	172	177	1 - 4%	
Total segments	429	-	(16)	413	Total segments	441	454		
Corporate and other	(38)	-	-	(38)	Corporate and other	(38)	(39)		
Total operating income	\$ 391	\$ -	\$ (16)	\$ 375	Total operating income	\$ 404	\$ 414	7 to 10%	
Interest expense	\$ (36)	\$ -	\$ -	\$ (36)	Interest expense	\$ (41)	\$ (42)		
Other income, net	21	-	-	21	Other income, net	15	17		
Earnings before income taxes	377	-	(16)	361	Earnings before income taxes	378	389		
Provision for income taxes	(88)	-	4	(85)	Provision for income taxes	(89)	(92)		
Net earnings	\$ 289	\$ -	\$ (12)	\$ 277	Net earnings	\$ 290	\$ 298		
Diluted earnings per share	\$ 6.87	\$ -	\$ (0.29)	\$ 6.59	Diluted earnings per share	\$ 7.00	\$ 7.20	6 to 9%	
<i>Diluted shares outstanding</i>	<i>42.0</i>			<i>42.0</i>	<i>Diluted shares outstanding</i>	<i>41.4</i>	<i>41.4</i>		
<i>Effective tax rate</i>	<i>23.4%</i>			<i>23.4%</i>	<i>Effective tax rate</i>	<i>23.5%</i>	<i>23.5%</i>		
Operating margins:					Operating margins:				
Commercial/Industrial	14.5%	NM	NM	13.3%	Aerospace & Industrial	15.0%	15.2%	170 to 190 bps	
Defense	22.6%	NM	NM	23.6%	Defense Electronics	21.2%	21.4%	(220 to 240 bps)	
Power	17.6%	NM	NM	18.0%	Naval & Power	18.0%	18.1%	0 to 10 bps	
Total operating margin	16.3%	NM	NM	16.3%	Total operating margin	16.5%	16.6%	20 to 30 bps	
Free cash flow⁽⁵⁾	\$ 394	\$ -	\$ -	\$ 394	Free cash flow	\$ 330	\$ 360		

Notes:

(1) Full year amounts may not add due to rounding

(2) The above supplemental financial information by reportable segment for the 2020 and 2021 reporting periods reflects the Corporation's first quarter 2021 segment reorganization.

(3) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 financial results excludes our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

(4) 2021 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding the first quarter 2021 segment reorganization, our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and a one-time, \$3 million pension settlement charge related to the retirement of two former executives (within non-operating income).

(5) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

Non-GAAP Reconciliation – 2020 vs 2021 (Adjusted)

CURTISS-WRIGHT CORPORATION									
2021 Guidance (New Segment Structure)									
As of February 24, 2021									
(S's in millions, except per share data)									
	2020 Adjusted ^(1,3) (Non-GAAP)	2021 Reported Guidance (GAAP)		Exiting Non- Core Operations	2021 Adjustments ⁽²⁾ (Non-GAAP)	2021 Adjusted Guidance ⁽²⁾ (Non-GAAP)		2021 Chg vs 2020 Adjusted	
		Low	High			Low	High		
Sales:									
Aerospace & Industrial	\$ 738	\$ 759	\$ 774	\$ (14)	\$ -	\$ 745	\$ 760	1 - 3%	
Defense Electronics	611	740	755	-	-	740	755	21 - 24%	
Naval & Power	951	991	1,011	(31)	-	960	980	1 - 3%	
Total sales	\$ 2,300	\$ 2,490	\$ 2,540	\$ (45)	\$ -	\$ 2,445	\$ 2,495	6 to 8%	
Operating income:									
Aerospace & Industrial	\$ 98	\$ 114	\$ 117	\$ (2)	\$ -	\$ 112	\$ 115	14 - 18%	
Defense Electronics	144	151	156	-	6	157	162	9 - 12%	
Naval & Power	171	174	179	(2)	-	172	177	1 - 4%	
Total segments	413	439	452	(4)	6	441	454		
Corporate and other	(38)	(38)	(39)	-	-	(38)	(39)		
Total operating income	\$ 375	\$ 402	\$ 412	\$ (4)	\$ 6	\$ 404	\$ 414	7 to 10%	
Interest expense	\$ (36)	\$ (41)	\$ (42)	\$ -	\$ -	\$ (41)	\$ (42)		
Other income, net	21	12	13	-	3	15	17		
Earnings before income taxes	361	373	384	(4)	9	378	389		
Provision for income taxes	(85)	(87)	(90)	1	(2)	(89)	(92)		
Net earnings	\$ 277	\$ 286	\$ 294	\$ (3)	\$ 7	\$ 290	\$ 298		
Diluted earnings per share	\$ 6.59	\$ 6.90	\$ 7.10	\$ (0.07)	\$ 0.17	\$ 7.00	\$ 7.20	6 to 9%	
<i>Diluted shares outstanding</i>	<i>42.0</i>	<i>41.4</i>	<i>41.4</i>			<i>41.4</i>	<i>41.4</i>		
<i>Effective tax rate</i>	<i>23.4%</i>	<i>23.5%</i>	<i>23.5%</i>			<i>23.5%</i>	<i>23.5%</i>		
Operating margins:									
Aerospace & Industrial	13.3%	15.0%	15.1%	+10 bps	-	15.0%	15.2%	170 to 190 bps	
Defense Electronics	23.6%	20.4%	20.6%	+80 bps	-	21.2%	21.4%	(220 to 240 bps)	
Naval & Power	18.0%	17.6%	17.7%	+40 bps	-	18.0%	18.1%	0 to 10 bps	
Total operating margin	16.3%	16.1%	16.2%	+20 bps	+20 bps	16.5%	16.6%	20 to 30 bps	
Free cash flow	\$ 394	\$ 330	\$ 360	-	-	\$ 330	\$ 360		

Notes: Full year amounts may not add due to rounding. All financial information by reportable segment for the 2020 and 2021 reporting periods reflects the Corporation's first quarter 2021 segment reorganization.

(1) 2020 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding restructuring costs, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, a non-cash impairment of capitalized development costs related to a commercial aerospace program, and one-time transition and IT security costs related to the relocation of the DRG business, as well as a \$10 million non-cash currency translation loss (within non-operating income) related to the liquidation of a foreign legal entity. 2020 financial results excludes one build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020.

(2) 2021 Adjusted financials are defined as Reported Operating Income, Operating Margin, Net Income and Diluted EPS under GAAP excluding our build-to-print actuation product line supporting the Boeing 737 MAX program which we exited, as well as our German valves business which was classified as held for sale, both in the fourth quarter of 2020, first year purchase accounting costs, specifically one-time backlog amortization and transaction costs associated with acquisitions, and a one-time, \$3 million pension settlement charge related to the retirement of two former executives (within non-operating income).

(3) Free Cash Flow is defined as cash flow from operations less capital expenditures. 2020 Adjusted Free Cash Flow guidance excludes a \$150 million voluntary contribution made in January to the Company's corporate defined benefit pension plan, a \$20 million cash impact from restructuring, and a \$10 million capital investment related to the new, state-of-the-art naval facility principally for DRG.

Non-GAAP Reconciliations – Q4 2020 Results

(In millions, except EPS)	Q4-2020	Q4-2019	Change
Sales	\$ 668.4	\$ 655.8	2%
Reported operating income (GAAP)	\$ 76.5	\$ 120.7	(37%)
Adjustments ⁽¹⁾	56.4	2.5	
Adjusted operating income (Non-GAAP)	\$ 132.8	\$ 123.2	8%
Adjusted operating margin (Non-GAAP)	19.8%	18.8%	100 bps
Reported net earnings (GAAP)	\$ 54.0	\$ 89.4	(40%)
Adjustments, net of tax ⁽¹⁾	45.0	1.9	
Adjusted net earnings (Non-GAAP)	\$ 99.0	\$ 91.3	8%
Reported diluted EPS (GAAP)	\$ 1.30	\$ 2.08	(37%)
Adjustments, net of tax ⁽¹⁾	1.09	0.04	
Adjusted diluted EPS (Non-GAAP)	\$ 2.39	\$ 2.12	12%

(1) Adjusted operating income, operating margin, net earnings and diluted EPS results exclude \$33 million related to an impairment of a German valves business within the Commercial/Industrial segment classified as held for sale, \$12 million in restructuring costs and \$11 million in one-time inventory step-up, backlog amortization and transaction costs for acquisitions. Amounts may not add due to rounding.

Non-GAAP Reconciliation – Organic Results

Three Months Ended
December 31,
2020 vs. 2019

	Commercial/Industrial		Defense		Power		Total Curtiss-Wright	
	Sales	Operating income	Sales	Operating income	Sales	Operating income	Sales	Operating income
Organic	(18)%	(4)%	5%	6%	8%	18%	(5)%	5%
Acquisitions	1%	(1)%	20%	(8)%	0%	0%	6%	(3)%
Impairment of assets held for sale	0%	(67)%	0%	0%	0%	0%	0%	(28)%
Restructuring	0%	(13)%	0%	0%	0%	(16)%	0%	(11)%
Foreign Currency	1%	0%	1%	(1)%	0%	0%	1%	0%
Total	(16)%	(85)%	26%	(3)%	8%	2%	2%	(37)%

Year Ended
December 31,
2020 vs. 2019

	Commercial/Industrial		Defense		Power		Total Curtiss-Wright	
	Sales	Operating income	Sales	Operating income	Sales	Operating income	Sales	Operating income
Organic	(18)%	(25)%	5%	6%	(2)%	0%	(8)%	(10)%
Acquisitions	1%	(1)%	12%	(2)%	0%	0%	4%	(1)%
Impairment of assets held for sale	0%	(18)%	0%	0%	0%	0%	0%	(8)%
Restructuring	0%	(11)%	0%	(3)%	0%	(14)%	0%	(9)%
Foreign Currency	0%	0%	0%	1%	0%	0%	0%	0%
Total	(17)%	(55)%	17%	2%	(2)%	(14)%	(4)%	(28)%

Organic Sales and Organic Operating Income

The Corporation discloses organic sales and organic operating income because the Corporation believes it provides investors with insight as to the Company's ongoing business performance. Organic sales and organic operating income are defined as revenue and operating income excluding the impact of restructuring costs, impairment of assets held for sale, foreign currency fluctuations and contributions from acquisitions made during the last twelve months.

Note: Amounts may not add due to rounding.

Curtiss-Wright Appoints Kevin M. Rayment Chief Operating Officer; Thomas P. Quinly to Retire as COO in April 2021

DAVIDSON, N.C.--(BUSINESS WIRE)--February 24, 2021--Curtiss-Wright Corporation (NYSE: CW) today announced that Kevin M. Rayment, currently President of the Commercial / Industrial Segment, will be named Chief Operating Officer following Thomas (Tom) P. Quinly's planned retirement as Vice President and COO on April 1, 2021.

"I am pleased to announce the promotion of Kevin Rayment as Curtiss-Wright's next Chief Operating Officer," said Lynn M. Bamford, President and CEO of Curtiss-Wright Corporation. "He continues to play a key role in executing our strategic growth initiatives, delivering significant financial performance and integrating acquisitions. Most recently, he led the Commercial / Industrial Segment in an exemplary fashion in extremely challenging circumstances in 2020. I look forward to continuing to work closely with Kevin and remain confident that his agility and consistent track record will allow him to carry out the Company's profitable growth strategy and drive further success for Curtiss-Wright."

Bamford continued, "We are deeply grateful for Tom's leadership and his many contributions to Curtiss-Wright over the past 16 years. He has been an instrumental part of the Corporation's success, including driving significant operating margin expansion to enable Curtiss-Wright to reach the top quartile of its peer group, overseeing the successful acquisition and integration of more than 20 businesses, establishing and developing several low cost economy manufacturing Centers of Excellence (COEs), and leading the Human Resources transformation to a world class benchmark. We will miss his energy and passion for Curtiss-Wright."

Quinly said, "I am honored to have been a part of some great accomplishments in Curtiss-Wright's storied history, particularly our evolution and drive for operational excellence and discipline to achieve top quartile financial performance. I would like to thank the team for their hard work and dedication, and I look forward to the Company's continued growth and successes."

Executive Chairman David C. Adams commented, "On behalf of the Board of Directors, I would like to thank Tom for his knowledge, resourcefulness and steadfast dedication to drive Curtiss-Wright to new levels of distinction in margin expansion and operational excellence. During his successful tenure as COO, the Company achieved top quartile financial performance compared with our peer group. It has been a pleasure to work with such a great friend and colleague, and I wish him a happy retirement."

Mr. Rayment will report directly to President and Chief Executive Officer Lynn M. Bamford. Reporting to Mr. Rayment will be the Vice President / General Managers of the Company's operating divisions.

Mr. Rayment, 52, has more than 30 years of experience across the commercial, general industrial, aerospace, nuclear and defense industries. He joined Curtiss-Wright's UK-based Penny & Giles business in 2004, which Curtiss-Wright had acquired in 2002, and held the role of Managing Director, Integrating Sensing, within the Company's former Controls segment. He later ascended to Vice President and General Manager of the Company's Avionics & Industrial business, before he was named to lead the Industrial division in 2013. In this position, he had overall responsibility for the division's strategic goals, new product development, global operations and financial performance, and enhanced the global product portfolio with the integration of 6 acquisitions. Previously, he held engineering, marketing and sales positions with various aerospace and industrial companies.

Mr. Rayment holds a BEng (Hons) Electrical & Electronics Engineering Degree from Portsmouth University and a Master of Business Administration Degree from Bournemouth University.

About Curtiss-Wright Corporation

Curtiss-Wright Corporation (NYSE: CW) is a global innovative company that delivers highly engineered, critical function products and services to the commercial, industrial, defense and energy markets. Building on the heritage of Glenn Curtiss and the Wright brothers, Curtiss-Wright has a long tradition of providing reliable solutions through trusted customer relationships. The company employs approximately 8,200 people worldwide. For more information, visit www.curtisswright.com.

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